



PUBLIC NOTICE

Federal Communications Commission
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DA 02-2445

Released: September 27, 2002

**DOMESTIC SECTION 214 APPLICATION FOR AUTHORIZATION FILED FOR
ACQUISITION OF ASSETS OF CABLE & WIRELESS USA, INC. BY PRIMUS
TELECOMMUNICATIONS, INC.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 02-308

On September 19, 2002, Cable & Wireless USA, Inc. ("C&W") and Primus Telecommunications, Inc. ("Primus") filed an application pursuant to section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, for approval to transfer, pursuant to an asset purchase agreement, C&W's domestic interstate, interexchange telecommunications customer base to Primus.

Applicants assert that this application is subject to streamlined processing under section 63.03(b)(2)(i) of the Commission's rules because after the proposed transaction, Primus will have a market share in the interstate, interexchange market of less than 10 percent, Primus will provide no exchange or exchange access services, and neither applicant is dominant with respect to any service.

C&W, a Delaware corporation, is an indirect wholly owned subsidiary of Cable & Wireless plc, an established global telecommunications company organized under the laws of England and Wales. C&W states that it has made a decision to restructure its U.S. business to focus on delivering Internet, hosting, and web services. Accordingly, C&W proposes to transfer its existing interstate, interexchange customer base to Primus, resulting in no impairment or disruption of service to its customers. Because it may in the future resume providing such services, C&W is not relinquishing any authority to provide service.

In the United States, Primus: (1) provides long distance services to small and medium-sized enterprises ("SMEs"), residential customers, multinational corporations and other telecommunication carriers; (2) operates international gateway telephone switches in the New York City area and Los Angeles which are connected with countries in Europe, Latin America

and the Asia-Pacific region through owned and leased international fiber cable systems; (3) leases and owns United States domestic fiber to interconnect its switches, data centers, and domestic United States points of presence (POPs); and (4) provides managed and shared Web hosting and e-commerce applications and services through its data centers located in McLean, Virginia and Lynn, Massachusetts. Although granted competitive local exchange carrier certification in 10 states, Primus is not providing local access services in any states at this time.

Applicants assert this transfer of control will serve the public interest, convenience, and necessity because it will allow C&W to devote its resources to delivering high-quality Internet, hosting, and web services, while ensuring that C&W's existing interexchange customers will face no impairment or disruption in service. Moreover, applicants assert that approval of this transaction will permit Primus to realize greater economies of scale, thereby enhancing its ability to compete in the marketplace.

GENERAL INFORMATION

The transfer of control application identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer of control application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Interested parties may file **comments within 14 days** and **reply comments within 21 days** of this notice.¹ Unless otherwise notified by the Commission, an applicant is permitted to transfer control of the domestic lines or authorization to operate on the 31st day after the date of this notice. Comments may be filed using the Commission's Electronic Comment Filing System (ECFS) or by filing paper copies. *See Electronic Filing of Documents in Rulemaking Proceedings*, 63 Fed. Reg. 24121 (1998).

Comments filed through the ECFS can be sent as an electronic file via the Internet to <<http://www.fcc.gov/e-file/ecfs.html>>. Generally, only one copy of an electronic submission must be filed. If multiple docket or rulemaking numbers appear in the caption of this proceeding, however, commenters must transmit one electronic copy of the comments to each docket or rulemaking number referenced in the caption. In completing the transmittal screen, commenters should include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to ecfs@fcc.gov, and should include the following words in the body of the message, "get form <your e-mail address>." A sample form and directions will be sent in reply.

Parties who choose to file by paper must file an original and four copies of each filing. If more than one docket or rulemaking number appear in the caption of this proceeding, commenters must submit two additional copies for each additional docket or rulemaking number.

¹ See 47 C.F.R. § 63.03(a).

Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). The Commission's contractor, Vistrionix, Inc., will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class mail, Express Mail, and Priority Mail should be addressed to 445 12th Street, SW, Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

In addition, one copy of each pleading must be sent to each of the following:

- (1) the Commission's duplicating contractor, Qualex International, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; e-mail: qualexint@aol.com; facsimile: (202) 863-2898; phone: (202) 863-2893.
- (2) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C437, Washington, D.C. 20554; e-mail: twilson@fcc.gov, and
- (3) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 6-A461, Washington, D.C. 20554; e-mail: dcjohnso@fcc.gov; and
- (4) Imani Ellis-Cheek, Telecommunications Division, International Bureau, 445 12th Street, S.W., Room 6-A739, Washington, D.C. 20554; email: iellis@fcc.gov; and
- (5) Nandan Joshi, Office of General Counsel, 445 12th Street, S.W., Room 8-A820, Washington, D.C. 20554; e-mail: njoshi@fcc.gov.

Filings and comments are also available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, SW, Room CY-A257, Washington, DC, 20554. They may also be purchased from the Commission's duplicating contractor, Qualex International, Portals II, 445 12th Street, SW, Room CY-B402, Washington, DC, 20554, telephone 202-863-2893, facsimile 202-863-2898, or via e-mail qualexint@aol.com.

For further information, please contact Tracey Wilson, at (202) 418-1394 or Bill Dever, Competition Policy Division, Wireline Competition Bureau at (202) 418-1578.

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